

**MINUTES OF THE
PARTNERSHIPS AND LIMITED LIABILITY COMPANIES COMMITTEE
OF THE BUSINESS LAW SECTION OF THE STATE BAR OF CALIFORNIA**

June 12, 2003

Via Teleconference

10:00 a.m.

Members in attendance: Denise Olrich, Chair, Phil Jelsma, Vice Chair, Edward Gartenberg, Jack Johal, David Marion, Lemoine Skinner III, Scott Smith, Greg Vignos, and Michael Williamson.

The meeting was called to order by Denise Olrich at approximately 10:10 a.m.

The primary purpose of the meeting was to discuss and vote on the questions of whether the Committee wishes to seek to have introduced into the California State Legislature as an Affirmative Legislative Proposal certain provisions of the Revised Uniform Limited Partnership Act (2001) ("RE-RULPA") with such modification as have been suggested and agreed upon by this committee.

Prior to voting, it was reported by members Dave Marion and Jack Johal, that all committee members have received the ALP which they have drafted for submission to the Business Law Section Executive Committee. It was further agreed that with respect to members not present, votes submitted by proxy prior to the meeting would be counted, but any submitted subsequent to it would not be included.

The draft ALP was discussed. Member Lemoine Skinner suggested a number of changes to the ALP, many of which were adopted following discussion.

After further discussion of various provisions of the ALP, each of the members present voted to approve RE-RULPA, as modified by the PLLC, as set forth in the ALP, for submission to the Business Law Section Executive Committee for its approval, requesting its introduction as an affirmative legislative proposal by the State Bar of California. It having been agreed by the committee that votes submitted prior to the meeting by members unable to attend could be counted, the vote cast by member David Peters cast in favor of the ALP prior to the meeting was also counted. The result was a unanimous vote cast in favor of the proposal by those voting, the final count being 10 in favor, and 0 against. 1

It was further agreed that David Marion and Jack Johal will be designated as the permanent contacts with respect to this ALP. The meeting was adjourned at approximately 12:10 p.m. on a motion duly made and seconded.

Respectfully submitted, Denise Olrich, Chair, PLLC